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**UNITED STATES DISTRICT COURT
DISTRICT OF NEVADA**

10 | HIGH CAPITAL FUNDING, LLC.

Case No. 2:12 CV 00420-MMD-NJK

Plaintiff,

**[PROPOSED] ORDER APPROVING
SETTLEMENT AGREEMENT**

vs.

13 BILL THE BUTCHER, INC.

Defendant

The Joint Motion for Approval of Settlement Agreement in this action made by High Capital Funding LLC. as Plaintiff and Bill the Butcher, Inc. as Defendant came on for hearing on 2013, before the Honorable Miranda Du of the above Court. Both parties waived notice requirements for the hearing date.

21 The Court having reviewed the Settlement Agreement dated as of October 3, 2012 and after a
22 hearing upon the fairness adequacy and reasonableness of the terms and conditions of the
23 issuance of shares in the common stock in Bill the Butcher, Inc. to Plaintiff in exchange for the
24 extinguishment of the claims set forth in the Complaint.

IT IS HEREBY ORDERED AS FOLLOWS:

1. The Settlement Agreement is approved in its entirety.
 2. Within three (3) business days following the date of this Order (the “Order Entry Date”), the

1 Parties shall exchange fully executed copies of the Acknowledgement & Mutual Release and
2 Debt Exchange Agreement, in the forms attached to the Settlement Agreement.

3 3. In accordance with Section 3(a)(10) of the Securities Act of 1933, as amended, the
4 Defendant Bill the Butcher, Inc. shall issue 500,000 shares of its Class A Common Stock to the
5 Plaintiff High Capital Funding, LLC. in exchange for extinguishment of its claims made in the
6 Complaint in accordance with the Settlement Agreement dated as of October 3, 2012 and
7 exhibits thereto.

8 4. For so long as Plaintiff holds any Settlement Shares as defined in the Settlement
9 Agreement, neither Plaintiff nor any of its affiliates will, or will seek to, influence control of Bill
10 The Butcher, Inc. without further order of the Court.
11

12 5. The within Action shall be dismissed with prejudice. The Court shall retain jurisdiction to
13 enforce the terms of this Order by a motion brought by any party hereto.
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15 IT IS SO ORDERED.
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17 Dated: March 11, 2013
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19 HONORABLE UNITED STATES DISTRICT COURT JUDGE
20 MIRANDA DU
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